

**UNITED STATES BANKRUPTCY COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK**

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|---|-------------|--------------------------------------|
| In re: |) | Chapter 15 Case |
| |) | |
| Fairfield Sentry Limited, et al., |) | Case No: 10-13164 (BRL) |
| |) | |
| Debtors in Foreign Proceedings. |) | Jointly Administered |
| |) | |
| Fairfield Sentry Limited (In Liquidation), |) | Civ. Pro. No. 10-cv-7408 (UA) |
| |) | Adv. Pro. No. 10-03635 |
| |) | |
| | Plaintiff, |) |
| | |) |
| | -against- |) |
| | |) |
| ABN AMRO Schweiz AG, et al., |) | |
| |) | |
| | Defendants. |) |
| | |) |
| Fairfield Sentry Limited (In Liquidation), Fairfield |) | Civ. Pro. No. 10-cv-7410 (UA) |
| Sigma Limited (In Liquidation) and Fairfield |) | Adv. Pro. No. 10-03636 |
| Lambda Limited (In Liquidation), |) | |
| |) | |
| | Plaintiffs, |) |
| | |) |
| | -against- |) |
| | |) |
| ABN AMRO Schweiz AG, et al., |) | |
| |) | |
| | Defendants. |) |

**JOINDER OF DEFENDANT FIDULEX MANAGEMENT INC.
IN MOTION TO WITHDRAW THE REFERENCE**

Defendant Fidulex Management Inc. (“Fidulex”) hereby submits this joinder in the motion (the “Motion”) dated September 20, 2010 of Defendants HSBC Private Bank (Suisse) SA, HSBC Securities Services (Luxembourg) SA, HSBC Bank USA NA, HSBC Private Bank (C.I.) Limited, HSBC Private Banking Nominee 1 (Jersey) Limited, Robinson & Co., Caceis Bank Luxembourg, Citibank NA London, Citibank (Switzerland) AG, Citigroup, Citivic

Nominees Limited, BNP Paribas Securities Services Luxembourg, BNP Paribas Luxembourg SA, BNP Paribas (Suisse) SA, BNP Paribas (Suisse) SA Ex Fortis, and BNP Paribas (Suisse) SA Private (the “Moving Defendants”), pursuant to 28 U.S.C. § 157(d), Federal Rule of Bankruptcy Procedure 5011, and Rule 5011-1 of the Local Rules of the Bankruptcy Court, for an order withdrawing the reference to the Bankruptcy Court of the above-captioned adversary proceedings.¹

In further support of the Motion, Fidulex submits as Exhibit A hereto a copy of the memorandum of law that Fidulex filed in support of its Motion to Withdraw the Reference in a parallel action that Fairfield Sentry Limited and Fairfield Sigma Limited have brought against Fidulex. *Fairfield Sentry (In Official Liquidation) v. Fidulex Management and Beneficial Owners of the Accounts Held in the Name of Fidulex Management 1-1000*, Adv. Pro. No. 10-03751 (Docket No. 11).

As set forth in the memorandum of law attached hereto as Exhibit A, 28 U.S.C. § 157(d) authorizes the District Court to “withdraw” any “case or proceeding referred” to the Bankruptcy Court “for cause.” Under the factors set forth in *Orion Pictures Corp. v. Showtime Networks, Inc. (In re Orion Pictures Corp.)*, 4 F.3d 1095 (2d Cir. 1993), “cause” to withdraw the reference exists where the plaintiff’s claims fall outside a bankruptcy court’s “core” jurisdiction, and where interests of efficiency and sound administration would be served by withdrawal. *See* Ex. A at 2; Motion at 10-11.

¹ Fidulex expressly reserves all defenses in these actions, including defenses based on failure to state a claim, ineffective service of process, statutes of limitation, and lack of personal and subject matter jurisdiction.

Here, plaintiffs' claims are plainly not core. As common law claims that are wholly independent of any bankruptcy case, the claims do not "arise in" a bankruptcy case or "under" the Bankruptcy Code for purposes of 28 U.S.C. § 1334(b). Indeed, the Bankruptcy Court lacks any jurisdiction over plaintiffs' claims, as the claims are not even "related to" a bankruptcy case under that statutory provision. *See* Ex. A at 8-14; Motion at 8-10, 12-15. Furthermore, concerns of judicial efficiency and the policy against forum shopping also strongly support withdrawal of the reference. *See* Ex. A at 14-17; Motion at 15-19.

Accordingly, Fidulex respectfully requests that the Court issue an order withdrawing the reference of the above-captioned adversary proceedings.

Dated: New York, New York
October 7, 2010

Respectfully submitted,

/s Herbert M. Wachtell
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